



**UNIVERSITY OF NORTH ALABAMA
MINUTES OF THE FOUNDATION BOARD
Tuesday, November 15, 2016-12:45 p.m.**

The UNA Foundation Board of Directors met on Tuesday, November 15, 2016 in the Loft (room 208) of the Guillot University Center on the University of North Alabama campus. All material was presented to board members electronically prior to the meeting and displayed during the meeting.

I. CALL TO ORDER AND INVOCATION-Dr. Ken Kitts

The meeting was called to order at 12:55 p.m.

A. Roll Call and Quorum-Dr. Debbie Shaw

Present Members: 21

Pamela Baschab
Sybil Cleveland
Weldon Cole
Jeff Daniel
Chuck Hunt
Jeff Johnson
Ken Kitts, *ex officio-Chair*
David Muhlendorf
Nancy B. Opler
Robert Potts
Uhland Redd, III

Tom Ross
Nancy Sanford
Deborah Shaw, *ex officio-Executive
Director and Secretary*
Harry L. Smith
David Sunseri
Doug Tallman
Evan Thornton, *ex officio-Treasurer*
Walter R. Trapp
Lucy Trousdale
Tom White

Members not Present: 7

Marty Abroms, Richard Cater, Bill Lyons, David Marbury, Macke Mauldin, Deborah Bell Paseur and Woody Truitt

Additional Attendees: 12

Haley Brink, Shinika Byrd, Johnette Davis, Deborah Hensley, Judy Jackson, Carol Lyles, Allison Mays, Jason McNeal, Bryan Rachal, Barbie Terry and two representatives from Gerber Taylor Warren Milnor and Bill Pickens.

Dr. Debbie Shaw stated a quorum is present.

INVOCATION - Mr. Tom White

Dr. Kitts introduced three new members to the board as this was their first time to attend a meeting: Pamela Baschab, Nancy Sanford and Lucy Trousdale.

B. Approval of Minutes for August 18 2016, Meeting-Dr. Ken Kitts

Upon motion by Weldon Cole and a second by Jeff Johnson, the minutes were approved unanimously.

II. UNIVERSITY PRESIDENT'S UPDATE-Dr. Ken Kitts

Dr. Kitts began by recapping discussions from the last university president's update, leading board members to current updates since the last meeting. Topics covered by Dr. Kitts were:

▪ Enrollment Update

Enrollment for fall was even better than expected, at an all-time high at 7,492 students enrolled. Embedded in this number is a record breaking freshman class, graduate students and students living on campus. There are almost 1,400 students living on campus. Student interest for the upcoming year is already strong and hopefully the university will break another record next fall.

▪ Key Leadership Transitions

- Provost & Vice President for Academic Affairs. There is a 12-member search committee underway for a candidate for this position. Dr. John Thornell is currently the Provost & Vice President for Academic Affairs and has announced his desire to return to teaching ranks.
- Vice President for Business and Financial Affairs. Mr. Clinton Carter (past VP for Business and Financial Affairs) returned to Montgomery this past spring to work with Governor Bentley's administration. Mr. Evan Thornton is currently serving as interim for this position. The search to fill this position will begin in the spring of 2017.

▪ Winter Commencement

Winter Commencement will be held on December 17. UNA will be presenting legendary music producer Rick Hall with an honorary doctorate degree. The guest speaker will be Peter Guralnick.

▪ Lion Athletics

- Soccer. The soccer team wrapped up 7-5 in Gulf South play.
- Volleyball. The volleyball team has had a terrific season and won over 20 games. They are entering Gulf South tournament competition on November 15.
- Football. The football team is the Gulf South champions for the 4th consecutive year in a row. They rank number seven in the country and first in the south. They will play on November 26 as part of the national playoff.

▪ Division Classification

Dr. Kitts explained to the board although the subject about UNA's transition to division one has been quiet due to confidentiality, it is being addressed. Kitts assured the board that he and Athletics Director Mark Linder has spent many hours working diligently on this subject and believes they are nearing the close of the period of re-engagement on the division one question. Kitts stated he has been keeping the Board of Trustees apprised and will soon be able to announce a direction for our Athletics program.

III. A MINUTE FOR MISSION-Ron Patterson

Ron Patterson gave a brief introduction on enrollment at UNA. Topics discussed were enrollment trends, enrollment update, 2016 tuition, fees, room & board and scholarship breakdown. Also, there were materials provided to the board about enrollment priorities.

IV. FOUNDATION UPDATE

A. Executive Director Goals-Dr. Deborah Shaw

Debbie Shaw discussed with the board the topics that she is currently working on for the Office of Advancement. The key areas discussed were:

- The total amount raised in the campaign year-to-date, which is \$27 million.
- Total number of donors-1,716
- Faculty/Staff giving percentage-37.16%
- Campaign Newsletter
- Student Leadership involvement and plans for students in the campaign
- Anderson College of Nursing

B. Gift and Pledge Report-Dr. Judy Jackson

Judy Jackson reported on the gift detail and summary performance for 2015-2016 fiscal year. Comprehensive fiscal year giving was presented at \$7.5 million.

(See attachment: Gift Detail and Summary Report)

C. Financial Review & Budget Review-Evan Thornton

A brief summary was provided of the fund categories before reviewing the financials. The categories explained were:

- Unrestricted, which are donations given directly to the Foundation for the purpose of Foundation operations
- Temporarily restricted, which are donations given to a particular college or department
- Permanently restricted, which are contributions to endowments, and the earnings are used toward scholarships and professorships.

A report and review of the unrestricted operating budget vs. actual expenditures for Fiscal YTD September 30, 2016, a Statement of Activities for Fiscal YTD September 30, 2016, and a Statement of Position as of September 30, 2016, were provided and reviewed by Mr. Thornton.

(See attachment: Brief Summary of Fund Categories, Unrestricted Operating Budget vs. Actual Report, Statement of Activities Report and Statement of Financial Position Report)

V. COMMITTEE REPORTS

A. Audit Committee-Mr. David Muhlendorf, Chair

David Muhlendorf reported the Audit Committee did not meet today; however, auditors are currently working on the audit for the fiscal year and are expected to conclude in mid-December. The committee will report on the audit once it is completed.

B. Development Committee-Mr. Tom Ross, Acting Chair

Tom stated they had a very good committee meeting. Tom asked board members for help in identifying key donors. He asked members to push any names they may have to the development officers.

C. Investment Committee-Mr. Weldon Cole, Chair

Weldon Cole reported the Investment Committee had a productive meeting. An updated performance summary report as of October 31, 2016 was furnished by Gerber Taylor and distributed to the entire board. Warren Milnor described the details of the report to the entire board and also answered any questions that board members had.

(See attachment: University of North Alabama Foundation Executive Summary as of October 31, 2016)

D. Nominations Committee-Jeff Johnson, Chair

Jeff Johnson reported the Nominations Committee met earlier this morning prior to the board meeting. The committee reviewed the changes of the bylaws. Per the bylaws, the board must have at least 30 members and we currently have 29. Therefore, the nominations committee recommended Brad Botes to serve on the board. Credentials and background information of Brad Botes were provided in the board manual for board members to review. Ballots were distributed to each voting member, and Brad Botes was approved to serve as a Foundation Board member for a three-year term.

VI. OLD BUSINESS

A. Update on Bylaws Approval-Dr. Debbie Shaw

Dr. Shaw began by thanking the governing structure committee for all their hard work. She updated the board that the Board of Trustees approved the bylaws revisions of the Foundation in September.

Dr. Shaw then explained to the board how the committees will be restructured and appointed by the Chair of the Foundation, Harry Smith. She then asked the board members to fill out the interest form and select which committee they would like to serve on. It was explained to the board that Mr. Harry Smith would do his best to place members on their desired committee; however, there was no guarantee.

B. Update on Memorandum of Understanding-Dr. David Sunseri

Dr. David Sunseri provided history of this appointment to the newest board members. Upon the rewrite of the bylaws, the Board of Trustees advised the Governing Structure Committee that the affiliation agreement needs to be revised. The Board of Trustees asked this matter to be addressed by the Advancement and University Relations Committee (Will Trapp, Steve Pierce, Joel Anderson, Marcus Maples and Simpson Russell). This group chose to assign a subcommittee to handle the task of a new affiliation agreement (Will Trapp, David Sunseri and Debbie Shaw). As a result of the subcommittee, a Memorandum of Understanding between the University of North Alabama and the University of North Alabama Foundation was formed and presented first to the Foundation board. Upon a motion by David Sunseri to approve the Memorandum of Understanding as written and a second by Rusty Trapp, the Memorandum of Understanding was approved unanimously. The relationship statement will now go back

to the Committee of Advancement & University Relations. If approved, it will be forwarded to the Board of Trustees for final approval at their next meeting December 19.

C. Signing of the Conflict of Interest Statement-Dr. Ken Kitts

A new Conflict of Interest statement was approved during the August meeting. The new statement was distributed to each member to sign and return during today's meeting.

VII. NEW BUSINESS

A. Recognition of Carol Lyle's Retirement

Dr. Kitts presented Ms. Carol Lyles with a framed retirement plaque and thanked Carol Lyles for 18 years of service with the University of North Alabama.

B. Installation of Officers

Dr. Kitts installed the 2017 officers of the UNA Foundation Board. The officers are as follows: Chair-Harry Smith, Vice Chair-Jeff Johnson, Treasurer-David Sunseri and Secretary Debbie Shaw (by position of Executive Director, per the bylaws).

Harry Smith, as the new Chair of the board relayed his gratitude for the opportunity to serve UNA in this way and expressed how much he looked forward to working with everyone.

CONSIDERATION OF MOTION TO ADJOURN

Being no other business to come before the board, Harry Smith adjourned the meeting at 2:18 p.m.

Chair, Board of Directors Date

Secretary, Board of Directors Date

Attachments (6): Gift and Pledge Performance Report
 Brief Summary of Fund Categories
 Unrestricted Operating Budget vs. Actual Report
 Statement of Activities Report
 Statement of Financial Position Report
 UNA Foundation Executive Summary as of October 31, 2016 by Gerber Taylor